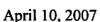


APR 1 1 '07

4- 05 PM

SURFACE TRANSPORTATION BOARD



Karen January
Surface Transportation Board
Recordation Office
395 East Street SW
Washington, DC 20423
202-245-0401

RE: 844707/005 Dear Karen:

Please process the enclosed documents for the service indicated below:

COMMIT DATE: 04/17/2007

PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

Secondary STB Filing

A check is enclosed in the amount of \$34.00 to: Surface Transportation Board

Mailing instructions:

Forward the acknowledgement to our office. Appropriate FedEx envelopes have been provided for your use.

Special instructions:

Lessee:

Salt River Pima-Maricopa Indian Community dba Phoenix Cement Corporation 8800 East Chaparral Road, Suite 155 Scottsdale, AZ 85250

Lessor:

The CIT Group/Equipment Financing, Inc. 1211 Avenue of the Americas, 20th Floor New York, NY 10036

Thank you for your assistance in this matter. Sincerely,

April O'Shea 1-800-995-5071 ext. 3813 Motor Vehicle Specialist



MEMORANDUM OF RAILCAR LEASE

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of June 8, 2000 covering certain equipment described therein and with respect to which a Memorandum of Railcar Lease was filed with the Surface Transportation Board ("STB") on June 23, 2000 and given Recordation Number 22965.

WHEREAS, the Parties have entered into an additional Schedule under the Lease and wish to show for the public record the existence of the aforesaid Schedule, the respective interests therein of the Parties and a description of the equipment (the "Equipment") as set forth in Schedule A hereto, and accordingly the Parties have caused this Memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT	GROUP/EQUIPMENT FINANCING, INC.	RECORDATION NC. 22	2985-FALED
By:	Joseph F. Monlowed.	APR 1 1 '07	4- 05 PM
Name:	// Joseph Mankowski		
Title:	Senior Vice President	SURFACE TRANSPO	RTATION BOARD

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

SALT RIVER PIMA – MARICOPA INDIAN COMMUNITY d/b/a PHOENIX CEMENT COMPANY

By: ALE DILLUR
Title: VICE PRESIDENT COME COMBUSTION PRODUCTS + LOGISTICAL

Schedule A

Number of Cars		Equipment Description		
23	3,230 C.F., P.D. covered hopper car			
	OFFY			
1	CEFX	95211		
2	CEFX	95387		
3	CEFX	95402		
4	CEFX	95403		
5	CEFX	95404		
6	CEFX	95406		
7	CEFX	95407		
8	CEFX	95408		
9	CEFX	95409		
10	CEFX	95410		
11	CEFX	95411		
12	CEFX	95929		
13	CEFX	95956		
14	CEFX	95958		
15	CEFX	95963		
16	CEFX	95964		
17	CEFX	96020		
18	CEFX	96049		
19	CEFX	96058		
20	CEFX	96064		
21	CEFX	96077		
22	CEFX	96082		

23

CEFX

96091